



RECORDATION NO. 13680-D  
Filed 1425

OCT - 1 1982 - 12 11 PM

RECEIVED

OCT 1 12 04 PM '82

NORTH AMERICAN CAR CORPORATION  
33 West Monroe  
Chicago, IL U.S.A. 60603  
Telephone 312.853.5000  
Telex #255222

Secretary  
Interstate Commerce Commission  
Washington, DC 20423

No. 2-275AUE  
Date OCT 1 1982  
Fee \$ 10.00

Dear Secretary:

I have enclosed an original and several counterparts of the documents described below, to be recorded pursuant to section 11303 of title 49 of the U.S. Code.

This document is a Supplement, a secondary document, dated as of September 27, 1982

The primary document to which this is connected is recorded under Recordation No. 13680.

The names and addresses of the parties to the document are as follows:

Bailor and  
Assignee:

The Connecticut Bank and Trust Company,  
as Trustee under Trust Agreement dated  
as of February 10, 1982 with General  
Electric Credit and Leasing Corporation  
One Constitution Plaza  
Hartford, CT 06115  
ATTN: Corporate Trust Dept.

Bailee and  
Assignor:

North American Car Corporation  
33 West Monroe St.  
Chicago, IL 60603

A description of the equipment covered by the document follows:

6 - 3000 cu. ft. covered hopper cars, pressure differential  
unloading (15 PSI) 100-ton trucks Class L0, SN 94668-94673

A fee of \$10.00 is enclosed. Please return the original and any extra copies not needed by the Commission for recordation to the messenger presenting this document.

A short summary of the document to appear in the index follows:

*overstuffed - James McCall*

*this one is 13680-D*



Page Two

Supplement dated as of September 27, 1982 to Bailment Agreement and Assignment of Leases dated as of February 10, 1982 between The Connecticut Bank and Trust Company, as Trustee under Trust Agreement dated as of 2/10/82 with General Electric Credit and Leasing Corporation, One Constitution Plaza, Hartford, CT 06115, Attn: Corporate Trust Dept., Bailor and Assignee, and North American Car Corporation, 33 West Monroe St., Chicago, IL 60603, Bailee and Assignor, covering the following equipment:

6 - 3000 cu. ft. covered hopper cars, pressure differential unloading (15 PSI) 100-ton trucks Class LO, SN 94668-94673

Very truly yours,

A handwritten signature in dark ink, appearing to read "E. H. Soderstrom II", written in a cursive style.

Edward H. Soderstrom II

EHS/cls  
Enc.

**Interstate Commerce Commission**  
Washington, D.C. 20423

OFFICE OF THE SECRETARY

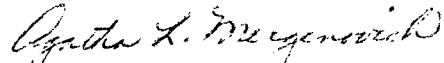
Edward M. Soderstrom II  
North American Car Corp.  
33 West Monroe  
Chicago, IL 60603

October 1, 1982

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 10/1/82 at 12:15PM, and assigned re-recording number(s). 13680-D

Sincerely yours,

  
Agatha L. Mergenovich  
Secretary

Enclosure(s)

RECORDATION NO. 13688-2

OCT -1 1982 -12 15 PM

INTERSTATE COMMERCE COMMISSION

SUPPLEMENT, dated as of September 27, 1982, as of February 10, 1982 (the "Assignment"), between THE CONNECTICUT BANK AND TRUST COMPANY, acting not in its individual capacity but solely as Trustee (the "Trustee") under a Trust Agreement, dated as of February 10, 1982, with General Electric Credit And Leasing Corporation, a Delaware corporation ("GECC"), and NORTH AMERICAN CAR CORPORATION, a Delaware corporation ("NACC"):

[WHEREAS, NACC and the Trustee desire to add the units of railroad equipment referred to in Schedule A hereto (the "Equipment") to the Assignment;]\*

WHEREAS, NACC and the Trustee desire to assign the leases referred to in Schedule B hereto (the "Leases") to the Assignment;

NOW THEREFORE, in consideration of the mutual covenants and promises contained herein and in the Assignment, the Trustee and NACC agree as follows:

#### Article I. Definitions, Interpretation

1.01. The definitions set forth or incorporated by reference in the Assignment are incorporated herein by reference to the same extent as if set forth herein, except as herein otherwise provided.

1.02. In the event of any discrepancy between the provisions of this Supplement and the provisions of the Assignment, the provisions of the Assignment shall control and the provisions hereof are expressly made subject thereto.

#### Article II. Supplement to Assignment

2.01. The Assignment is hereby supplemented to add the Leases [and the Equipment]\* thereto.

#### Article III. Representation and Warranties

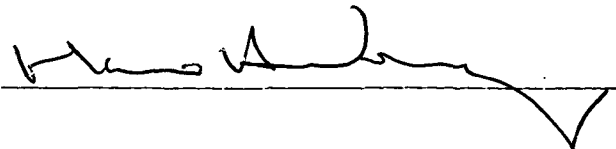
3.01. The representations, warranties and covenants of NACC in the Assignment are true and correct on and as of the date hereof as though made on and as of this date.

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\* Delete if Supplement relates only to Leases.

IN WITNESS WHEREOF, NACC and the Trustee have  
executed this Supplement as of this 27th day of September,  
1982.

NORTH AMERICAN CAR CORPORATION

By 

ATTEST:

By 

THE CONNECTICUT BANK AND TRUST  
COMPANY, acting not in its individ-  
ual capacity but as Trustee under  
a Trust Agreement, dated as of  
February 10, 1982, with General Elec-  
tric Credit and Leasing Corporation

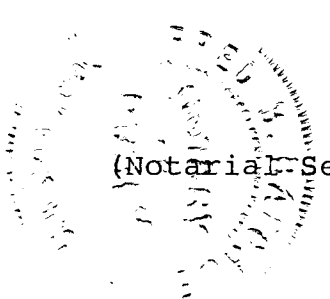
By   
**AGENT**

ATTEST:

By \_\_\_\_\_

STATE OF ILLINOIS       )  
                                  ) SS.:  
COUNTY OF COOK        )

On this 27<sup>th</sup> day of SEPTEMBER, 1982, before me personally appeared Harold Wong, to me personally known, who, being by me duly sworn says that he is a Director - Investor Management Programs of NORTH AMERICAN CAR CORPORATION, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation and that said instrument was assigned and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

  
(Notarial Seal)

Lud B Baecher  
Notary Public

STATE OF CONNECTICUT   )  
                                  ) SS.:  
COUNTY OF FAIRFIELD   )

On this 29 day of September, 1982, before me personally appeared Chris Lundberg, to me personally known, who, being by me duly sworn says that (s)he is an agent of the Trustee and that said instrument was signed on behalf of said Trustee by authority of appointment dated Feb 10, 1982, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said Trustee.

  
(Notarial Seal)

Anna M Delahunt  
Notary Public

ANNA MARIE DELAHUNT  
NOTARY PUBLIC  
MY COMMISSION EXPIRES March 31, 1983

SCHEDULE A

<u>Description of Equipment (including AAR designation)</u>	<u>Quantity</u>	<u>Reporting Mark (Inclusive)</u>	<u>Serial Number (Inclusive)</u>
3000 cubic foot covered hopper cars, pressure differential unloading (15 PSI) 100-ton trucks Class LO	6	NAHX 94668-94673	94668-94673

SCHEDULE B

<u>Dates and Numbers of Master Lease and Rider</u>	<u>Reporting Marks of Equipment Subject to Lease</u>	<u>Serial Numbers of Equipment Subject to Lease</u>	<u>Description of Equipment (in- cluding AAR desi .</u>
Car Leasing Agreement 2823 (dated 5-18-72) Rider No. 27 (dated 9-16-82)	NAHX 94668-94673	94668-94673	3000 cubic foot covered hopper cars, pressure differential unloading (15 PSI) 100-ton trucks, Class LO